

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE CENTERLINE HOLDING  
COMPANY SECURITIES LITIGATION

Case No. 08 Civ. 00505 (SAS)

BRIAN QUILL, Individually And On Behalf  
of All Others Similarly Situated,

Plaintiff,

vs.

Case No. 08 Civ. 01902 (SAS)

CENTERLINE HOLDING CO. INC., MARC  
D. SCHNITZER, ROBERT L. LEVY,  
STEPHEN M. ROSS, JEFF T. BLAU, and  
LEONARD W. COTTON

Defendants.

**DECLARATION OF BRUCE D. BERNSTEIN IN SUPPORT OF TOM BURNS, JOSEPH  
FRYZER, MELVIN KREVOY, STEPHEN LANDAU, AND JONA GOLDRICH'S  
MOTION FOR CONSOLIDATION OF ALL RELATED ACTIONS; APPOINTMENT AS  
LEAD PLAINTIFF; AND APPROVAL OF THEIR SELECTION OF LEAD COUNSEL**

I, Bruce D. Bernstein, declare:

1. I am partner of the firm Dreier LLP. I make this declaration in support of the motion of Tom Burns, Joseph Fryzer, Melvin Krevoy, Stephen Landau, and Jona Goldrich (the "Burns Group" or "Movants") for: (1) consolidation of the above-captioned related actions; (2) appointment of the Burns Group as Lead Plaintiff in the above-referenced actions; (3) approval of the Burns Group's selection of Dreier LLP and Kahn Gauthier Swick, LLC as Co-Lead Counsel; and (4) granting whatever further relief the Court may deem just and proper.

2. Attached hereto as Exhibit A is a true and correct copy of the sworn certification of Tom Burns which demonstrates class standing and the requisite financial interest in the outcome of the litigation;
3. Attached hereto as Exhibit B is a true and correct copy of the sworn certification of Joseph Fryzer which demonstrates class standing and the requisite financial interest in the outcome of the litigation;
4. Attached hereto as Exhibit C is a true and correct copy of the sworn certification of Melvin Krevoy which demonstrates class standing and the requisite financial interest in the outcome of the litigation;
5. Attached hereto as Exhibit D is a true and correct copy of the sworn certification of Stephen Landau which demonstrates class standing and the requisite financial interest in the outcome of the litigation;
6. Attached hereto as Exhibit E is a true and correct copy of the sworn certification of Jona Goldrich which demonstrates class standing and the requisite financial interest in the outcome of the litigation;
7. Attached hereto as Exhibit F is a true and correct copy of the Notice published via *Yahoo Finance* on January 18, 2008;
8. Attached hereto as Exhibit G is a true and correct copy of the Notice published via *Prime Newswire* on March 12, 2008;
9. Attached hereto as Exhibit H is a true and correct copy of the Stipulation and Order entered March 3, 2008;
10. Attached hereto as Exhibit I is a true and correct copy of the docket in *Quill v. Centerline Holding Co., et al.*, No. 08-Civ-01902;

11. Attached hereto as Exhibit J is a true and correct copy of tables reflecting the Class Period transactions for each member of the Burns Group in Centerline securities;

12. Attached hereto as Exhibit K is a true and correct copy of the Firm resume of Dreier LLP; and

13. Attached hereto as Exhibit L is a true and correct copy of the Firm resume of Kahn Gauthier Swick, LLC.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 18th day of March 2008 at New York, New York.

/s/ Bruce D. Bernstein  
Bruce D. Bernstein

**CERTIFICATE OF SERVICE**

I hereby certify that on March 18, 2008, I caused a true and correct copy of the foregoing to be electronically filed using the CM/ECF system, which will send notice of electronic filing to the following counsel of record via ECF electronic mail:

Christopher J. Keller  
Andrei V. Rado  
Alan I. Ellman  
LABATON SUCHAROW LLP  
140 Broadway  
New York, NY 10005  
Telephone: (212) 907-0700  
Facsimile: (212) 818-0477

Richard A. Rosen  
PAUL, WEISS, RIFKIND, WHARTON &  
GARRISON LLP  
1285 Avenue of the Americas  
New York, NY 10019  
Telephone: (212) 373-3305  
Facsimile: (212) 373-2359

I certify that I served the foregoing via U.S. Mail on the following:

Evan J. Smith  
BRODSKY & SMITH, LLC  
240 Mineola Blvd.  
Mineola, NY 11501  
Telephone: (516) 741-4977  
Facsimile: (516) 741-0626

Richard A. Maniskas  
D. Seamus Kaskela  
David M. Promisloff  
SCHIFFRIN BARROWAY TOPAZ &  
KESSLER, LLP  
280 King of Prussia Road  
Radnor, PA 19087  
Telephone: (610) 667-7706  
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Samuel H. Rudman  
David A. Rosenfeld  
COUGHLIN STOIA GELLER RUDMAN &  
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1622 Locust Street  
Philadelphia, PA 19103  
Telephone: (215) 875-3000  
Facsimile: (215) 875-4604

Curtis V. Trinko  
LAW OFFICES OF CURTIS V. TRINKO,  
LLP  
16 West 46<sup>th</sup> Street, 7<sup>th</sup> Floor  
New York, NY 10036  
Telephone: (212) 490-9550  
Facsimile: (212) 986-0158

/s/ Rebecca Tingey  
Rebecca Tingey  
**DREIER LLP**  
499 Park Avenue  
New York, New York 10022  
Telephone: (212) 328-6100  
Fax: (212) 710-5968

## **EXHIBIT A**

**PLAINTIFF'S CERTIFICATION  
CENTERLINE HOLDING COMPANY**

I, Tom Burns, hereby declare under penalty of perjury that:

1. I have reviewed the complaint filed in this action and have authorized the filing of a related or an amended complaint based upon similar allegations.
2. I did not purchase the securities that are the subject of this action at the direction of plaintiff's counsel or in order to participate in this action.
3. I am willing to serve as a representative party on behalf of the class, including providing testimony at deposition and trial, if necessary.
4. My transactions during the Class Period (12/5/06 - 12/28/07) are as set forth below:

Purchases

Date of Purchases

Number of Shares Purchased

Price per Share

See Attached Schedule A

Sales

Date of Sale(s)

Number of Shares Sold


Price per Share

See Attached Schedule A

5. I have made no transactions that are the subject of this action except for those set forth above.
6. I have not sought to serve or served as a representative party for a class in an action under the federal securities laws within the past three years, except (list if any):
7. I will not accept any payment for serving as a representative party on behalf of the class beyond my pro rata share of any recovery, except such reasonable costs and expenses (including lost wages) directly relating to the representation of the class as ordered or approved by the Court. I understand that this is not a claim form, and that my ability to share in any recovery as a member of the class are unaffected by my decision to serve as a representative party.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 18 day of March, 2008

  
Signature  
Tom Burns

**SCHEDULE A****Common Stock****Tom Burns's Individual Account**

| Date       | Transaction<br>(Purchase or Sale) | No. Shares | Price Per<br>Share |
|------------|-----------------------------------|------------|--------------------|
| 12/18/2006 | Purchase                          | 8,600      | \$21.10            |
| 2/26/2007  | Purchase                          | 5,000      | \$20.26            |
| 2/28/2007  | Purchase                          | 5,000      | \$19.11            |
| 3/11/2007  | Sale                              | 10,000     | \$20.25            |
| 3/12/2007  | Purchase                          | 10,000     | \$20.10            |
| 8/1/2007   | Sale                              | 40,000     | \$11.00            |
| 8/3/2007   | Purchase                          | 10,000     | \$12.38            |
| 8/3/2007   | Purchase                          | 10,000     | \$12.37            |
| 8/3/2007   | Purchase                          | 10,000     | \$12.36            |
| 8/3/2007   | Purchase                          | 10,000     | \$12.35            |

**Tom Burn's IRA**

| Date     | Transaction<br>(Purchase or Sale) | No. Shares | Price Per<br>Share |
|----------|-----------------------------------|------------|--------------------|
| 8/1/2007 | Sale                              | 2,948      | \$11.06            |
| 8/3/2007 | Purchase                          | 1,832      | \$12.37            |



## **EXHIBIT B**

**CERTIFICATION IN SUPPORT OF APPLICATION FOR LEAD PLAINTIFF**

Joe Seizer (name) ("plaintiff") declares, as to the claims asserted under the federal securities law, that:

1. Plaintiff has fully reviewed the facts of the complaint(s) filed in this action alleging violations of the securities laws and plaintiff is willing to serve as a lead plaintiff in this case and all other related cases that may be consolidated with it.
2. Plaintiff did not purchase securities of Centerline Holding Company at the direction of counsel or in order to participate in a private action under the federal securities laws.
3. Plaintiff is willing to serve as a representative party on behalf of a class, including providing testimony at deposition and trial, if necessary.
4. During the Class Period, plaintiff has executed transactions in the securities of Centerline Holding Company as follows. See Attached Schedule.
5. In the last three years, plaintiff has not sought to serve as a representative party on behalf of a class in an action filed under the federal securities laws, except as indicated herein.
6. Plaintiff will not accept payment for serving as a lead plaintiff beyond its pro rata share of any recovery, except such reasonable costs and expenses (including lost wages) directly relating to the representation of the Class as ordered or approved by the Court.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: March 17, 2008

  
Plaintiff


**Joseph Fryzer**

**Purchases**

| <b>Date</b> | <b>Shares</b> | <b>Price Per Share</b> |
|-------------|---------------|------------------------|
| 2/28/2007   | 14,700        | \$19.09                |
| 3/1/2007    | 3,200         | \$19.00                |
| 3/2/2007    | 10,100        | \$19.16                |
| 3/7/2007    | 400           | \$19.47                |

## **EXHIBIT C**

**CERTIFICATION IN SUPPORT OF APPLICATION FOR LEAD PLAINTIFF**

 (name) ("plaintiff") declares, as to the claims asserted under the federal securities law that:

1. Plaintiff has fully reviewed the facts of the complaint(s) filed in this action alleging violations of the securities laws and plaintiff is willing to serve as a lead plaintiff in this case and all other related cases that may be consolidated with it.
2. Plaintiff did not purchase securities of Centerline Holding Company at the direction of counsel or in order to participate in a private action under the federal securities laws.
3. Plaintiff is willing to serve as a representative party on behalf of a class, including providing testimony at deposition and trial, if necessary.
4. During the Class Period, plaintiff has executed transactions in the securities of Centerline Holding Company as follows. See Attached Schedule.
5. In the last three years, plaintiff has not sought to serve as a representative party on behalf of a class in an action filed under the federal securities laws, except as indicated herein.
6. Plaintiff will not accept payment for serving as a lead plaintiff beyond its pro rata share of any recovery, except such reasonable costs and expenses (including lost wages) directly relating to the representation of the Class as ordered or approved by the Court.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: 3/17/08, 2008

  
Plaintiff

**Melvin Krevoy**

**Purchases**

| <b>Date</b> | <b>Shares</b> | <b>Price Per Share</b> |
|-------------|---------------|------------------------|
| 2/27/2007   | 20,000        | \$19.87                |

## **EXHIBIT D**



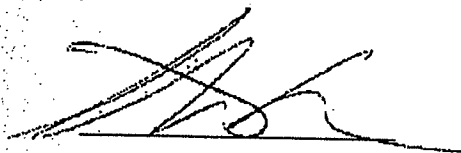
**CERTIFICATION IN SUPPORT OF APPLICATION FOR LEAD PLAINTIFF**

Stephen L. Landa (name) ("plaintiff") declares, as to the claims asserted under the federal securities law, that:

1. Plaintiff has fully reviewed the facts of the complaint(s) filed in this action alleging violations of the securities laws and plaintiff is willing to serve as a lead plaintiff in this case and all other related cases that may be consolidated with it.
2. Plaintiff did not purchase securities of Centerline Holding Company at the direction of counsel or in order to participate in a private action under the federal securities laws.
3. Plaintiff is willing to serve as a representative party on behalf of a class, including providing testimony at deposition and trial, if necessary.
4. During the Class Period, plaintiff has executed transactions in the securities of Centerline Holding Company as follows. See Attached Schedule.
5. In the last three years, plaintiff has not sought to serve as a representative party on behalf of a class in an action filed under the federal securities laws, except as indicated herein.
6. Plaintiff will not accept payment for serving as a lead plaintiff beyond its pro rata share of any recovery, except such reasonable costs and expenses (including lost wages) directly relating to the representation of the Class as ordered or approved by the Court.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: March 17, 2008



Plaintiff



**Stephen Landau**

**Purchases**

| <b>Date</b> | <b>Shares</b> | <b>Price Per Share</b> |
|-------------|---------------|------------------------|
| 2/27/2007   | 5,000         | \$19.87                |
| 4/24/2007   | 6,800         | \$18.13                |
| 5/8/2007    | 3             | \$17.95                |
| 5/9/2007    | 2,900         | \$17.95                |
| 5/10/2007   | 2,797         | \$17.95                |
| 6/29/2007   | 4,000         | \$18.17                |
| 7/5/2007    | 2,500         | \$18.15                |

## **EXHIBIT E**

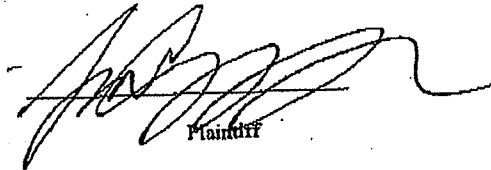
**CERTIFICATION IN SUPPORT OF APPLICATION FOR LEAD PLAINTIFF**

Jona Goldrick (name) ("plaintiff") declares, as to the claims asserted under the federal securities law, that:

1. Plaintiff has fully reviewed the facts of the complaint(s) filed in this action alleging violations of the securities laws and plaintiff is willing to serve as a lead plaintiff in this case and all other related cases that may be consolidated with it.
2. Plaintiff did not purchase securities of Centerline Holding Company at the direction of counsel or in order to participate in a private action under the federal securities laws.
3. Plaintiff is willing to serve as a representative party on behalf of a class, including providing testimony at deposition and trial, if necessary.
4. During the Class Period, plaintiff has executed transactions in the securities of Centerline Holding Company as follows. See Attached Schedule.
5. In the last three years, plaintiff has not sought to serve as a representative party on behalf of a class in an action filed under the federal securities laws, except as indicated herein.
6. Plaintiff will not accept payment for serving as a lead plaintiff beyond its pro rata share of any recovery, except such reasonable costs and expenses (including lost wages) directly relating to the representation of the Class as ordered or approved by the Court.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: March 12, 2008

  
Plaintiff

**Jona Goldrich****Purchases**

| <b>Date</b> | <b>Shares</b> | <b>Price Per Share</b> |
|-------------|---------------|------------------------|
| 2/28/2007   | 700           | \$19.86                |
| 3/1/2007    | 3,200         | \$19.00                |
| 3/2/2007    | 8,100         | \$19.16                |
| 5/17/2007   | 5,975         | \$18.03                |
| 5/17/2007   | 3,125         | \$18.03                |
| 5/17/2007   | 900           | \$18.03                |
| 5/18/2007   | 5,000         | \$18.06                |
| 6/12/2007   | 900           | \$19.15                |
| 6/26/2007   | 225           | \$18.66                |

**Sales**

| <b>Date</b> | <b>Shares</b> | <b>Price Per Share</b> |
|-------------|---------------|------------------------|
| 11/6/2007   | 700           | \$12.77                |
| 11/6/2007   | 3,200         | \$12.77                |
| 11/6/2007   | 8,100         | \$12.77                |
| 11/6/2007   | 5,975         | \$12.77                |
| 10/11/2007  | 3,125         | \$15.65                |
| 10/15/2007  | 900           | \$15.50                |
| 11/6/2007   | 5,000         | \$12.77                |
| 11/6/2007   | 900           | \$12.77                |
| 11/6/2007   | 225           | \$12.77                |

## **EXHIBIT F**

[Yahoo!](#) [My Yahoo!](#) [Mail](#)Search: [Web Search](#)**YAHOO! FINANCE**[Sign In](#)  
New User? [Sign Up](#)[Finance Home](#) - [Help](#)  
PR Newswire  
Your Source for Market NewsWelcome [\[Sign In\]](#)To track stocks & more, [Register](#)**Financial News**Enter symbol(s)  Basic  [Symbol Lookup](#)

Press Release

Source: Berger &amp; Montague, P.C.

**Berger & Montague, P.C. Files Class Action Lawsuit Against Centerline Holding Company and Certain of its Officers and Directors**

Friday January 18, 5:01 pm ET

PHILADELPHIA, Jan. 18 /PRNewswire/ -- The law firm of Berger & Montague, P.C. announces it has filed a class action lawsuit, Goldstein v. Centerline Holding Company, et al., No. is 08-cv-00505 (SAS), in the U.S. District Court for the Southern District of New York on behalf of all purchasers of the common stock of Centerline Holding Company ("Centerline" or the "Company") (NYSE: [CHC](#) - [News](#)) between March 12, 2007 and December 28, 2007, inclusive (the "Class Period"). The suit alleges that Centerline, its Chief Executive Officer Marc D. Schnitzer, Chief Financial Officer Robert L. Levy, Chairman Stephen M. Ross, and Managing Trustee Jeff T. Blau ("Defendants"), violated the Securities Exchange Act of 1934.

The Complaint alleges that Defendants issued a series of materially false and misleading statements about Centerline's business model and financial condition, including statements concerning its portfolio of tax-exempt first mortgage bonds, which generated the majority of the Company's revenues and supported the Company's \$1.68 per share annual dividend. Defendants' statements concealed from the investing public that Defendants were in the midst of structuring a sale of the Company's mortgage revenue bond portfolio to a third party. On December 28, 2007, Centerline shocked the financial markets with a press release announcing that the Company had sold its "\$2.8 billion tax-exempt affordable housing bond portfolio" to a third party and, in the process, transformed the Company's business model to a pure asset management firm. As a result of this transaction, the Company disclosed that it would be slashing its annual dividend from \$1.68 per share to only \$0.60 per share. Even more shocking was the revelation that Defendants had entered into a related party transaction with a company owned by certain of the Defendants called The Related Companies, L.P. ("TRCLP"), whereby TRCLP agreed to provide Centerline \$131 million in financing, in exchange for 12.2 million shares of newly-issued convertible preferred stock that will pay Company insiders an 11% dividend. In reaction to this news, the price of Centerline stock plummeted from \$10.27 per share on December 27, 2007, to close at \$7.70 per share on December 28, 2007, representing a 25% single-day decline, on unusually heavy trading volume of 4,152,688 shares.

If you purchased Centerline common stock between March 12, 2007 and December 28, 2007 and sustained losses, you may, no later than March 18, 2008, request that the Court appoint you as lead plaintiff. A lead plaintiff is a representative party acting on behalf of other class members in directing the litigation. If you wish to discuss this action or your rights as an investor in Centerline during the Class Period, please contact Berger & Montague toll free at 1-888-891-2289 or at [investorprotect@bm.net](mailto:investorprotect@bm.net) for a more thorough explanation of the lead plaintiff selection process and the litigation. A copy of the complaint is available from the Court, or can be viewed on Berger & Montague, P.C.'s website at <http://www.bergermontague.com>.

The law firm of Berger & Montague, P.C. consists of over 60 attorneys, all of whom represent plaintiffs in complex litigation. The Berger firm has extensive experience representing institutions and other investor plaintiffs in class action securities litigation and has played lead roles in major cases over the past 30 years that have resulted in recoveries of billions of dollars to investors. The firm has represented investors as lead counsel in such leading securities actions as *Rite Aid*, *Sotheby's*, *CIGNA*, *Waste Management*, *Sunbeam*, *Boston Chicken* and *IKON Office Solutions*. The standing of Berger & Montague, P.C. in successfully conducting major securities litigation has been recognized by numerous courts. For example:

"In short, it would be hard to equal the skill class counsel demonstrated here." In Re Rite Aid Corporation Securities

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Litigation, MDL Docket No. 1360, Master File No. 99-1349 (E.D. Pa.)  
(\$334 million settlement).

"Class Counsel did a remarkable job in representing the class interests." In re IKON Office Solutions Securities Litigation, Civil Action No. 98-4286 (E.D. Pa.) (partial settlement for \$111 million).

"[Y]ou have acted the way lawyers at their best ought to act. And I have had a lot of cases .... In 15 years now as a judge and I cannot recall a significant case where I felt people were better represented than they are here .... I would say this has been the best representation that I have seen." In re Waste Management, Inc. Securities Litigation, Civil Action No. 97-C7709 (N.D. Ill.) (\$220 million settlement).

"The Court is aware of and attests to the skill and efficiency of class counsel: they have been diligent in every respect, and their briefs and arguments before the Court were of the highest quality. The firm of Berger & Montague took the lead in the Court proceedings; its attorneys were well prepared, articulate and persuasive." In re CIGNA Corp. Securities Litigation, Master File No. 2:02-CV-8088 (E.D. Pa.) (\$93 million settlement).

"... [W]e have had some marvelous counsel appear before us and make superb arguments, but they really don't come any better than Mrs. Savett ...." In re U.S. Bioscience Securities Litigation, Civil Action No. 92-0678 (E.D. Pa.) (\$15.25 million settlement).

If you purchased Centerline common stock during the Class Period, or have any questions concerning this notice or your rights with respect to this matter, please contact:

Sherrie R. Savett, Esq.

Barbara A. Podell, Esq.

Eric Lechtzin, Esq.

Kimberly A. Walker, Investor Relations Manager

Berger & Montague, P.C.

1622 Locust Street

Philadelphia, PA 19103

Telephone: 1-888-891-2289 or 215-875-3000

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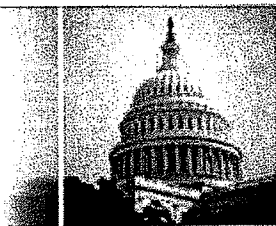
Source: Berger & Montague, P.C.

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## **EXHIBIT G**





## Class Action Newsline

PrimeNewswire, Inc.

Source: Kahn Gauthier Swick, LLC

### **Investor Alert: KGS Announces Extension of Class Period in Centerline Holding Securities Fraud Class Action Lawsuit -- Investors Have Until March 18, 2008 to Request Lead Plaintiff Position -- CHC**

NEW ORLEANS, March 12, 2008 (PRIME NEWSWIRE) -- Kahn Gauthier Swick, LLC ("KGS") announces that shareholders of Centerline Holding Company ("Centerline" or the "Company") (NYSE:CHC) who purchased shares of the Company between December 5, 2006 and December 28, 2007, have only until March 18, 2008 to move for appointment as Lead Plaintiff in a securities class action lawsuit currently pending in the United States District Court for the Southern District of New York. Prior to the filing of KGS' case, the earliest a shareholder could have purchased Centerline shares to be included in this class action was March 12, 2007. No class has yet been certified in this action.

UNLESS A CLASS IS CERTIFIED, YOU ARE NOT PERSONALLY REPRESENTED BY COUNSEL  
UNLESS YOU RETAIN AN ATTORNEY.

If you purchased shares of Centerline, you are urged to contact Lewis Kahn, Managing Partner, KGS, toll free 1-866-467-1400, ext. 100, via cell phone at 504-301-7900, or by email at [lewis.kahn@kgscounsel.com](mailto:lewis.kahn@kgscounsel.com) to learn about your legal rights and how this action may benefit you. For further information on KGS, please visit [www.kgscounsel.com](http://www.kgscounsel.com). KGS focuses its practice on securities class action litigation, and has been appointed lead counsel in numerous federal securities class actions.

Centerline and certain of its officers and directors -- collectively, "Defendants" -- are charged with making a series of materially false and misleading statements related to the Company's business and operations in violation of the Securities Exchange Act of 1934 (the "Exchange Act").

On December 28, 2007, Centerline shocked shareholders when it issued a press release stating it had sold its "\$2.8 billion tax-exempt affordable housing bond portfolio" to a third party and had transformed the Company's business model to a pure asset management firm. As a result, Centerline disclosed that it would be slashing its annual dividend from \$1.68 per share to only \$0.60 per share. Further, Centerline disclosed that Defendants had entered into agreement with a related party owned by certain of the Defendants called The Related Companies, L.P. ("TRCLP"), whereby TRCLP would provide the Company with \$131 million in financing and would receive 12.2 million shares of newly-issued convertible preferred stock that would pay certain Company insiders an 11% dividend. On this news, Centerline stock fell from \$10.27 per share on December 27, 2007, to close at \$7.70 per share on December 28, 2007, representing a 25% single-day decline, on unusually heavy trading volume of 4,152,688 shares.

**SPECIAL NOTICE:** Courts will generally appoint only one law firm to prosecute a securities class action on behalf of the shareholders based upon the amount of losses its "lead plaintiffs" have suffered. Accordingly, while KGS urges you to sign up with the firm, KGS also encourages you to carefully evaluate any other firm you may consider to represent your interests in the Centerline class action, should you be considering another firm. Critical components of a law firm's ability to successfully prosecute this action and obtain a strong recovery for you include the resources it will dedicate to prosecution of the case, including the number of lawyers the firm has available for the Centerline action in particular, AND especially the quality of the firm's work. Interested shareholders are encouraged to call for consultation and to request more information about KGS.

More information on this and other class actions can be found on the Class Action Newsline at

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[www.primenewswire.com/ca/](http://www.primenewswire.com/ca/)

CONTACT: Kahn Gauthier Swick, LLC  
Lewis Kahn  
1-866-467-1400, ext. 100  
[lewis.kahn@kgscounsel.com](mailto:lewis.kahn@kgscounsel.com)

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**Keywords: CLASS ACTION LAWSUITS**

[PrimeNewswire](#) | [Class Action Newsline](#) | [Contact Us](#)

## **EXHIBIT H**

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
MARK K. GOLDSTEIN, Individually and On  
Behalf of All Others Similarly Situated,

Plaintiffs,

vs.

CENTERLINE HOLDING COMPANY, MARC  
D. SCHNITZER, ROBERT L. LEVY, JEFF T.  
BLAU, and STEPHEN M. ROSS,

Defendants.  
-----X

DEBORAH DECHTER, on behalf of herself  
And all others similarly situated,

Plaintiffs,

vs.

CENTERLINE HOLDING COMPANY, MARC  
D. SCHNITZER, ROBERT L. LEVY, STEPHEN M.  
ROSS and JEFF T. BLAU,

Defendants.  
-----X

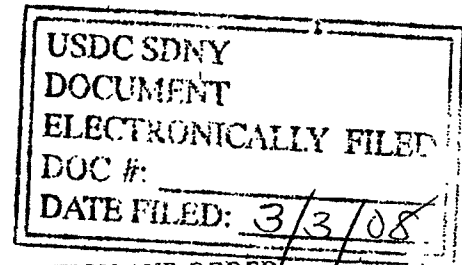
PETER FRANK, Individually and On  
Behalf of All Others Similarly Situated,

Plaintiff,

vs.

CENTERLINE HOLDING COMPANY, MARC  
D. SCHNITZER, ROBERT L. LEVY, STEPHEN M. ROSS  
AND JEFF T. BLAU,

Defendants.  
-----X



STIPULATION AND ORDER

Case No.: 08-CV-00505 (SAS)

Case No.: 08-CV-1593 (UA)

Case No.: 08-CV-01026 (SAS)

-----x Case No.: 08-CV-1458 (SAS)  
THOMAS LYONS, Individually and On  
Behalf of All Others Similarly Situated,  
  
Plaintiff,

vs.

CENTERLINE HOLDING COMPANY, MARC  
D. SCHNITZER, ROBERT L. LEVY, JEFF T. BLAU, and  
STEPHEN M. ROSS

Defendants.

-----x Case No.: 08-CV-01158 (SAS)  
LORI WEINRIB, Individually and On  
Behalf of All Others Similarly Situated,  
  
Plaintiff,

vs.

CENTERLINE HOLDING COMPANY, MARC  
D. SCHNITZER and ROBERT L. LEVY

Defendants.  
-----x

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned  
counsel for the parties, that:

1. The undersigned counsel for the defendants each hereby agree, on behalf of their  
respective clients, to waive service of the summons and complaint in the above-referenced  
action, and each defendant shall be deemed served with the summons and complaint as of the  
date of this Stipulation.

2. The parties agree that the above-captioned actions are securities class actions  
raising common issues of fact and law, as those terms are interpreted and applied in the context  
of consolidation pursuant to Fed. R. Civ. P. 42(a). The parties further agree that no party would

be prejudiced by a consolidation of the actions and that consolidation would further the efficient progress of this litigation, and, therefore, stipulate that these actions be consolidated pursuant to Fed. R. Civ. P. 42(a) for all purposes into the first case filed in this District, *Goldstein v. Centerline Holding Company*, No. 08-CV-00505 (the "Consolidated Action") and that the consolidated caption shall be: *In re Centerline Holding Company Securities Litigation, Civil Action No., 08-CV-00505 (SAS)*.

3. The parties anticipate that after the resolution of lead plaintiff and lead counsel motions to be filed pursuant to the Private Securities Litigation Reform Act of 1995, 15 U.S.C. § 78u-4(a)(3)(B), the lead plaintiff designated by the Court will thereafter file a consolidated complaint, which will become the operative complaint.

4. The parties agree that the lead plaintiff shall file the consolidated complaint within 60 days after the entry of an order designating lead plaintiff and lead plaintiff's counsel unless otherwise agreed upon by the parties or ordered by the Court. The defendants need not respond to any complaint filed in this action prior to the filing of the consolidated complaint.

5. The defendants shall respond to the consolidated complaint within forty-five (45) days of its filing. If the defendants file any motion directed at the consolidated complaint, the opposition brief shall be filed within 45 days of the filing of such motion, and the reply brief shall be filed within 30 days after the opposition brief unless otherwise agreed upon by the parties or ordered by the Court.

6. This Stipulation may be signed in counterparts and delivered by facsimile or other electronic means, with each such counterpart deemed an original and facsimile signatures as effective as original signatures.

Dated: February 28, 2008  
New York, New York

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SO ORDERED:

  
Hon. Shira A. Scheindlin  
U.S.D.J.

3/3/08